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April 6, 2004

Via Messenger

The Honorable Michael Powell
Chairman

The Honorable Michael Copps

The Honorable Kevin Martin

The Honorable Jonathan Adelstein

The Honorable Kathleen Abernathy

Federal Communications Commission
445 12th Street SW
Washington, DC 20554

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APR - 6 2004

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Re: Good faith negotiations, CC Docket No. 01-338

Dear Commissioners,

On behalf of Z-Tel Communications, Inc. ("Z-Tel"), I am responding to the March 31, 2004 letter the Commission sent to telecommunications carriers and trade associations (including CompTel, of which Z-Tel is a member) asking them to "engage in a period of good faith negotiations to arrive at commercially acceptable arrangements for the availability of unbundled network elements."

Z-Tel provides telecommunications services in 48 states and the District of Columbia and depends upon the availability of unbundled network elements in order to provide service to 500,000 consumers and small businesses nationwide. Z-Tel has been an active participant in the *Triennial Review Docket*, CC Docket No. 01-338 and is an appellant in the *USTA v. FCC II* litigation. Z-Tel has over 70 interconnection agreements with all of the major incumbent LECs, including Verizon, SBC, BellSouth and Qwest.

Z-Tel intends to participate fully in the good faith negotiations called for by the Commission. Indeed, Z-Tel believes that whatever negotiation takes place over the next few weeks will proceed only if Z-Tel and other similarly-situated competitive entrants have a "seat at the table." In the spirit of the Commission's request, on Friday, Z-Tel made a comprehensive proposal to SBC, Verizon, Qwest and BellSouth (called the "Twenty Dollar Solution"). A copy of Z-Tel's proposal may be found at http://media.corporate-ir.net/media_files/NSD/ztel/news/twenty.pdf.

In light of these negotiations, Z-Tel, an appellant, will also support the stay of the D.C. Circuit's mandate in the *USTA II* litigation sought by the FCC. Z-Tel does so, however, without waiving any of its legal rights in that litigation, or under any existing interconnection

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agreements, or other remedies that Z-Tel may have under applicable federal and state law, including the antitrust laws.

Sincerely,

Robert Curtis / TJS

Robert A. Curtis
President, Z-Tel Network Services

cc: Marlene Dortch